

E-File: May 13, 2009

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:
 THE RHODES COMPANIES, LLC, aka
 "Rhodes Homes," et al.,¹
 Debtors.

Case No.: BK-S-09-14814-LBR
 (Jointly Administered)

Chapter 11

Affects:

DATE: May 15, 2009
 TIME: 1:30 p.m.
 PLACE: Courtroom 1

☒ All Debtors
☐ Affects the following Debtor(s)

¹ The Debtors in these cases, along with their case numbers are: Heritage Land Company, LLC (Case No. 09-14778); The Rhodes Companies, LLC (Case No. 09-14814); Tribes Holdings, LLC (Case No. 09-14817); Apache Framing, LLC (Case No. 09-14818); Geronimo Plumbing LLC (Case No. 09-14820); Gung-Ho Concrete LLC (Case No. 09-14822); Bravo, Inc. (Case No. 09-14825); Elkhorn Partners, A Nevada Limited Partnership (Case No. 09-14828); Six Feathers Holdings, LLC (Case No. 09-14833); Elkhorn Investments, Inc. (Case No. 09-14837); Jarupa, LLC (Case No. 09-14839); Rhodes Realty, Inc. (Case No. 09-14841); C & J Holdings, Inc. (Case No. 09-14843); Rhodes Ranch General Partnership (Case No. 09-14844); Rhodes Design and Development Corporation (Case No. 09-14846); Parcel 20, LLC (Case No. 09-14848); Tuscany Acquisitions IV, LLC (Case No. 09-14849); Tuscany Acquisitions III, LLC (Case No. 09-14850); Tuscany Acquisitions II, LLC (Case No. 09-14852); Tuscany Acquisitions, LLC (Case No. 09-14853); Rhodes Ranch Golf Country Club, LLC (Case No. 09-14854); Overflow, LP (Case No. 09-14856); Wallboard, LP (Case No. 09-14858); Jackknife, LP (Case No. 09-14860); Batcave, LP (Case No. 09-14861); Chalkline, LP (Case No. 09-14862); Glynda, LP (Case No. 09-14865); Tick, LP (Case No. 09-14866).

STATUS AND AGENDA FOR MAY 15, 2009 HEARING

AGENDA FOR 1:30 P.M.

I. CONTINUED MATTERS

**1. *Motion For Authorization to Pay Salary to James M. Rhodes* Filed by
ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC [Rhodes Docket
No. 94]**

Related Filings:

- A. *Declaration Of James M. Rhodes* [Rhodes Docket No. 95]
- B. *Declaration Of Paul David Huygens* [Rhodes Docket No. 96]
- C. *Request for Judicial Notice in Support of Motion for Authorization to Pay Salary to James M. Rhodes* [Rhodes Docket No. 97]
- D. *Notice of Hearing* [Rhodes Docket No. 98]
- E. *Supplemental Certificate of Service* for Docket Entries 94, 95, 96, 97 and 98 [Rhodes Docket No. 114]
- F. *Certificate of Service* for Docket Entries 94, 95, 96, 97 and 98 [Rhodes Docket No. 115]
- G. *Supplemental Statement Re Motion for Authorization to Pay Salary to James M. Rhodes* [Rhodes Docket No. 138].
- H. *Declaration of Paul David Huygens in Support of Supplemental Statement* [Rhodes Docket No. 139]
- I. *The Acting United States Trustee's Opposition to Debtors' Motion to Pay Salary to James M. Rhodes* [Rhodes Docket No. 144]
- J. *Certificate of Service* for Docket Entries 138 and 139 [Rhodes Docket No. 151].

STATUS: The parties have agreed that this matter will be continued to the Omnibus Hearing on June 5, 2009 @ 1:30 p.m.

09-14866); Rhodes Arizona Properties, LLC (Case No. 09-14868); Rhodes Homes Arizona, L.L.C. (Case No. 09-14882); Tuscany Golf Country Club, LLC (Case No. 09-14884); and Pinnacle Grading, LLC (Case No. 09-14887).

1 **II. UNCONTESTED MATTERS**

2 **2. Debtors' Motion Pursuant to Sections 105(a), 327, 328, and 330 of the**
3 **Bankruptcy Code for an Order Authorizing the Debtors to Retain, Employ, and Compensate**
4 **Certain Professionals Utilized by the Debtors in the Ordinary Course of Business;**
5 **Memorandum of Points and Authorities Filed by ZACHARIAH LARSON on behalf of**
6 **HERITAGE LAND COMPANY, LLC [Heritage Docket No. 50]**

7
8 Related Filings:

- 9 A. *Notice of Hearing on Motion Pursuant to Sections 105(a), 327, 328, and 330 of the*
10 *Bankruptcy Code for an Order Authorizing the Debtors to Retain, Employ, and*
11 *Compensate Certain Professionals Utilized by the Debtors in the Ordinary Course*
12 *[Heritage Docket No. 51]*
- 13 B. *Amended Notice of Hearing on Motion Pursuant to Sections 105(a), 327, 328, and*
14 *330 of the Bankruptcy Code for an Order Authorizing the Debtors to Retain, Employ,*
15 *and Compensate Certain Professionals Utilized by the Debtors in the Ordinary*
16 *Course [Rhodes Docket No. 111]*
- 17 C. *Certificate of Service for Re-Notice of Hearing [Rhodes Docket No. 161]*
- 18 D. *Amended Certificate of Service re Docket No. 161 [Rhodes Docket No. 169]*
- 19 E. *Certificate of Service re Docket No. 111 [Rhodes Docket No. 171]*

20 **STATUS:** No objections have been received by the deadline for filing objections. A
21 proposed form of Order will be submitted to the Court.

22 **3. Debtors' Motion for Administrative Order Pursuant to Sections 105(a) and 331**
23 **of the Bankruptcy Code and Bankruptcy Rule 2016 Establishing Procedures for Interim**
24 **Monthly Compensation and Reimbursement of Expenses of Professionals Filed by**
25 **ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC [Rhodes Docket**
26 **No. 62]**

27 Related Filings:

- 28 A. *Notice of Hearing [Rhodes Docket No. 63]*
- B. *Amended Notice of Hearing [Rhodes Docket No. 112]*

- 1 C. *Certificate of Service* regarding Docket No. 63 [Rhodes Docket No. 90]
2 D. *Certificate of Service* regarding Re-Notice of Hearing [Rhodes Docket No. 165]
3 E. *Amended Certificate of Service re Docket No. 165* [Rhodes Docket No. 168]
4 F. *Certificate of Service re Docket No. 112* [Rhodes Docket No. 172]

5 **STATUS:** No objections have been received by the deadline for filing objections. A
6 proposed form of Order will be submitted to the Court.

7 **4. *Motion For Order Establishing Notice Procedures Filed by ZACHARIAH***
8 **LARSON on behalf of THE RHODES COMPANIES, LLC [Rhodes Docket No. 91]**

9 **Related Filings:**

- 10 A. *Notice of Hearing* [Rhodes Docket No. 92]
11 B. *Supplemental Certificate of Service* for Docket Entries 91 and 92 [Rhodes Docket
12 No. 114]
13 C. *Certificate of Service for Docket Entries 91, 92* [Rhodes Docket No. 115]

14 **STATUS:** No objections have been received by the deadline for filing objections. A
15 proposed form of Order will be submitted to the Court.

16 **5. *Debtors' Motion Pursuant to Sections 105(A), 363(B), and 507(A)(8) of the***
17 ***Bankruptcy Code Authorizing Payment of Certain Prepetition Sales and Use Taxes;***
18 ***Declaration in Support Thereof Filed by ZACHARIAH LARSON on behalf of THE***
19 **RHODES COMPANIES, LLC [Rhodes Docket No. 99]**

20 **Related Filings:**

- 21 A. *Notice of Hearing* [Rhodes Docket No. 100]
22 B. *Supplemental Certificate of Service* for Docket Entries 99 and 100 [Rhodes Docket
23 No. 114]
24 C. *Certificate of Service* for Docket Entries 99, 100 [Rhodes Docket No. 115]

25 **STATUS:** No objections have been received by the deadline for filing objections. A
26 proposed form of Order will be submitted to the Court.

27 **6. *Application for Order Under Section 327(a) of the Bankruptcy Code***
28 ***Authorizing the Employment and Retention of Acceleron Group, LLC as Valuation Advisor to***

the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date Filed by

ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC [Rhodes Docket No. 104]

Related Filings:

- A. Declaration Of Mandy M. Townsend [Rhodes Docket No. 105]
- B. *Notice of Hearing* [Rhodes Docket No. 106]
- C. *Supplemental Certificate of Service* for Docket Entries 104, 105 and 106 [Rhodes Docket No. 114]
- D. *Certificate of Service* for Docket Entries 104, 105 and 106 [Rhodes Docket No. 115]

STATUS: No objections have been received by the deadline for filing objections. A proposed form of Order will be submitted to the Court.

III. CONTESTED MATTERS

7. *Debtors' Motion For An Order Under Section 366 Of The Bankruptcy Code (A) Prohibiting Utility Providers From Altering, Refusing Or Discontinuing Service, (B) Deeming Utilities Adequately Assured Of Future Performance, And (C) Establishing Procedures Filed by ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC [Rhodes Docket No. 11]*

Related Filings:

- A. *Notice of Filing of Amended Exhibit A* [Heritage Docket No. 113]
- B. *Opposition With Certificate of Service* Filed by KIRBY C. GRUCHOW JR. on behalf of Nevada Power Company d/b/a NV Energy [Heritage Docket No. 134]
- C. *Notice of Hearing* [Rhodes Docket No. 8]
- D. *Certificate of Service on Notice of Hearing* [Rhodes Docket No. 31]
- E. *Certificate of Service on Notice of Filing of Amended Exhibit A to Debtor's Motion for an Order under Section 366 of the Bankruptcy Code (A) Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service, (B) Deeming Utilities Adequately Assured of Future Performance, and (c) Establishing Procedures for Determining Adequate Assurance of Payment* [Rhodes Docket No. 34]
- F. *Interim Order Under Section 366 of the Bankruptcy Code (A) Prohibiting Utility Providers from Altering, Refusing or Discontinuing Service, (B) Deeming Utilities*

Adequately Assured of Future Performance, and (C) Establishing Procedures for Determining Adequate Assurance of Payment [Rhodes Docket No. 122]

G. *Notice of Entry of Order* [Rhodes Docket No. 125]

H. *Certificate of Service of Docket Entry 125* [Rhodes Docket No. 128]

STATUS: A form of final order carving out Nevada Power Company will be submitted.

The parties are working on a separate stipulation with respect to the Nevada Power Company consistent with the statements made on the record at the April 17, 2009 omnibus hearing, which will be submitted as soon as possible.

8. *Application of Debtors and Debtors in Possession to Employ Pachulski Stang Ziehl & Jones LLP as General Bankruptcy Counsel Nunc Pro Tunc to the Petition Date Filed by ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC* [Rhodes Docket No. 37]

Related Filings:

- A. *Statement of Pachulski Stang Ziehl & Jones LLP Under Rule 2016 of the Federal Rules of Bankruptcy Procedure and Section 329 of the Bankruptcy Code Re "Application of Debtors and Debtors In Possession to Employ as General Bankruptcy Counsel Nunc Pro Tunc to the Petition Date* [Rhodes Docket No. 38]
- B. *Declaration Of James I. Stang* [Rhodes Docket No. 39]
- C. *Notice of Hearing* [Rhodes Docket No. 42]
- D. *Amended Notice of Hearing* [Rhodes Docket No. 49]
- E. *Certificate of Service for Docket Entries 37, 38, 39 and 42* [Rhodes Docket No. 54]
- F. *Amended Notice of Hearing* [Rhodes Docket No. 112]
- G. *Omnibus Response with Certificate of Service* Filed by EDWARD M. MCDONALD on behalf of U.S. TRUSTEE [Rhodes Docket No. 120]
- H. *Joint Reply* [Rhodes Docket No. 143]
- I. *Certificate of Service of Docket Entry No. 143* [Rhodes Docket No. 148]
- J. *Certificate of Service for Re-Notice of Hearing* [Rhodes Docket No. 165]
- K. *Amended Certificate of Service re Docket No. 165* [Rhodes Docket No. 168]
- L. *Certificate of Service re Docket No. 112* [Rhodes Docket No. 172]

1 *M. Certificate of Service* re Docket No. 49 [Rhodes Docket No. 173]

2 **STATUS:** This matter is going forward.

3 **9. Application for Order Approving the Employment of Larson & Stephens, LLC**
4 **as Attorneys for Debtor Filed by ZACHARIAH LARSON on behalf of THE RHODES**
5 **COMPANIES, LLC [Rhodes Docket No. 40]**

6 **Related Filings:**

7 *A. Declaration Of Zachariah Larson* [Rhodes Docket No. 41]

8 *B. Notice of Hearing* [Rhodes Docket No. 42]

9 *C. Amended Notice of Hearing* [Rhodes Docket No. 49]

10 *D. Certificate of Service* for Docket Entries 40, 41 and 42 [Rhodes Docket No. 54]

11 *E. Amended Notice of Hearing* [Rhodes Docket No. 112]

12 *F. Omnibus Response with Certificate of Service* Filed by EDWARD M. MCDONALD
13 on behalf of U.S. TRUSTEE [Rhodes Docket No. 120]

14 *G. Joint Reply* [Rhodes Docket No. 143]

15 *H. Certificate of Service* of Docket Entry No. 143 [Rhodes Docket No. 148]

16 *I. Certificate of Service* for Re-Notice of Hearing [Rhodes Docket No. 165]

17 *J. Amended Certificate of Service re Docket No. 165* [Rhodes Docket No. 168]

18 *K. Certificate of Service* re Docket No. 112 [Rhodes Docket No. 172]

19 *L. Certificate of Service* re Docket No. 49 [Rhodes Docket No. 173]

20 **STATUS:** This matter is going forward.

21 **10. Application for Order Under Sections 327(a) of the Bankruptcy Code**
22 **Authorizing the Employment and Retention of Province Real Estate Advisors, LLC as Work-**
23 **Out Consultant to the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date**
24 **Filed by ZACHARIAH LARSON on behalf of THE RHODES COMPANIES, LLC**
25 **[Rhodes Docket No. 101]**

26 **Related Filings:**

LARSON & STEPHENS
810 S. Casino Center Blvd., Suite 104
Las Vegas, Nevada 89101

Tel: (702) 382-1170 Fax: (702) 382-1169

- A. Declaration Of Paul David Huygens [Rhodes Docket No. 102]
- B. *Notice of Hearing* [Rhodes Docket No. 103]
- C. *Supplemental Certificate of Service* for Docket Entries 101, 102 [Rhodes Docket No. 114]
- D. *Supplemental Declaration of Paul David Huygens in Support of Application to Employ Province Real Estate Advisors, LLC as Work-Out Consultants* (Certificate of Service Attached) [Rhodes Docket No. 133]
- E. *The Acting United States Trustee's Response to the Application for an Order Under Section 327(A) of the Bankruptcy Code Authorizing the Employment and Retention of Province Real Estate Advisors, LLC as Work-Out Consultant to the Debtors and Debtors in Possession* [Rhodes Docket No. 145]
- F. *Certificate of Service* for Docket No. 103 [Rhodes Docket No. 170]

STATUS: This matter is going forward.

IV. MATTERS OFF CALENDAR

11. *Motion on Shortened Notice of the First Lien Steering Committee for an Order Directing the Appointment of a Trustee Pursuant to 11 U.S.C. § 1104(A) or, in the Alternative, Dismissing the Debtors' Chapter 11 Cases Pursuant to 11 U.S.C. § 1112(b)* Filed by TIMOTHY P. THOMAS on behalf of STEERING COMMITTEE OF SENIOR SECURED LENDERS [Rhodes Docket No. 68]

Related Filings:

- A. *Objection to Motion on Shortened Notice of the First Lien Steering Committee for an Order Directing the Appointment of a Trustee Pursuant to 11 U.S.C. § 1104(A) or, in the Alternative, Dismissing the Debtors' Chapter 11 Cases Pursuant to 11 U.S.C. § 1112(b)* [Heritage Docket No. 122]
- B. *Certificate of Service* for Heritage Docket Entry No. 122 [Heritage Docket No. 124]
- C. *Debtors' Objection to Motion on Shortened Notice of the First Lien Steering Committee for an Order Directing the Appointment of a Trustee Pursuant to 11 U.S.C. § 1104(A) or, in the Alternative, Dismissing the Debtors' Chapter 11 Cases Pursuant to 11 U.S.C. § 1112(b)* [Rhodes Docket No. 28]
- D. *Notice to Vacate Hearing on Docket Entry No. 68* [Rhodes Docket No. 136]
- E. *Certificate of Service* for Docket Entry 136 [Rhodes Docket No. 137]

1 **STATUS:** The Movant has filed a Notice to Vacate Hearing on this matter, which is at
2 Docket No. 136.

3 **12. *Motion to Strike Inadmissible Hearsay in Objection of the First Lien Steering***
4 ***Committee to the Debtors' Motion for Interim and Final Orders Pursuant to Sections 105,***
5 ***361, 362, 363 and 364 of the Bankruptcy Code (A) Authorizing Debtors to Use Cash***
6 ***Collateral, (B) Granting Adequate Protection to the Debtors' Prepetition Secured Parties and***
7 ***(C) Scheduling a Final Hearing Filed by Brett A. Axelrod on behalf of Sagebrush***
8 ***Enterprises, Inc. and James Rhodes [Rhodes Docket No. 44]***

9 Related Filings:

- 10 A. *Declaration of Brett A. Axelrod in Support of* Docket Entry No. 44 [Rhodes Docket
11 No. 45]
- 12 B. *Certificate of Service for* Docket Nos. 44 and 45 [Rhodes Docket No. 48]
- 13 C. *Ex Parte Application for Order Shortening Time for Hearing on* Docket Entry No. 44
14 [Rhodes Docket No. 51]
- 15 D. *Attorney Information Sheet for Proposed Order Shortening Time for Hearing on*
16 Docket Entry No. 44 [Rhodes Docket No. 52]
- 17 E. *Errata to* Docket Entry No. 44 [Rhodes Docket No. 53]
- 18 F. *Order Shortening Time for and Notice of Hearing on* Docket Entry No. 44 [Rhodes
19 Docket No. 55]
- 20 G. *Notice (1) of Withdrawal of Motion to Strike Inadmissible Hearsay in Objection of*
21 *the First Lien Steering Committee to the Debtors' Motion for Interim and Final*
22 *Orders Pursuant to Sections 105, 361, 362, 363 and 364 of the Bankruptcy Code (A)*
23 *Authorizing Debtors to Use Cash Collateral, (B) Granting Adequate Protection to*
24 *the Debtors' Prepetition Secured Parties and (C) Scheduling a Final Hearing; and*
25 *(2) To Vacate Hearing* [Rhodes Docket No. 149]

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STATUS: This matter was withdrawn by the Movant pursuant to Docket No. 149.

Dated: May 13, 2009

LARSON & STEPHENS

/s/Zachariah Larson

Zachariah Larson, Esq. (NV Bar No. 7787)
810 S. Casino Center Blvd., Ste. 104
Las Vegas, Nevada 89101

–and –

PACHULSKI STANG ZIEHL & JONES LLP
James I. Stang, Esq. (CA Bar No. 94435)
Shirley S. Cho, Esq. (CA Bar No. 192616)
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